

Vraid Systems Limited

development and training

vraidsys.com

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Item 1: Cover Page

Form ADV Part 2A – Disclosure Brochure

Aug 17, 2022

This Form ADV Part 2A (“Disclosure Brochure”) provides information about the qualifications and business practices of Vraid Systems Limited (the “Advisor”). If you have any questions about the content of this Disclosure Brochure, please contact the Advisor by email at website@vraidsys.com.

Vraid Systems Limited is a registered investment advisor registered with the Colorado Division of Securities. The information in this Disclosure Brochure has not been approved or verified by the U.S. Securities and Exchange Commission (“SEC”) or by any state securities authority. Registration of an investment advisor does not imply any specific level of skill or training. This Disclosure Brochure provides information about Vraid Systems Limited to assist you in determining whether to retain the Advisor.

Additional information about Vraid Systems Limited and its Advisory Persons is available on the SEC’s website at www.adviserinfo.sec.gov by searching with the Advisor’s firm name or CRD# 323178.

Item 2: Material Changes

No material changes have been made to this Disclosure Brochure since the last filing and distribution to Clients.

From time to time, the Advisor may amend this Disclosure Brochure to reflect changes in business practices, changes in regulations or routine annual updates as required by the securities regulators. Pursuant to SEC Rules, this complete Disclosure Brochure or a Summary of Material Changes shall be provided to each Client annually, within 120 days of the close of the Advisor's fiscal year end, and if a material change occurs.

You may view the current Disclosure Brochure on-line at the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with the Advisor's firm name or CRD# 323178. You may also view the latest copy of this Disclosure Brochure at <https://vraidsys.com/assets/Form%20ADV%20Part%202A.pdf>

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Item 4: Advisory Services

Firm Information

Vraid Systems Limited (the “Advisor”) is a registered investment advisor with the Colorado Division of Securities. The Advisor is organized as a Limited Liability Company under the laws of Colorado. Vraid Systems was founded in June 2007 as a data and software engineering sole-proprietorship. In June 2020, Articles of Organization were filed with the Colorado Secretary of State. Vraid Systems Limited is owned and operated by Jason Zerbe (Manager and Chief Compliance Officer). The Advisor conducts business primarily in Colorado. This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by Vraid Systems Limited.

Advisory Services Offered

Vraid Systems Limited primarily provides two types of advisory services: Consulting Services, and Self-Driven Training. We do not provide any wealth management services. Each of these services is described more fully below.

Consulting Services

Consulting Services include financial advice and analysis of a specific Client objective or situation, as defined and agreed on by the Client and the Advisor in advance. The specific objective or situation may be the evaluation of a specific venture or investment the Client wants to consider.

For example, the Advisor may focus appropriate Machine Learning algorithms on Client goals. These may be used to understand changing environmental conditions, market technical analysis, or business fundamental analysis.

Self-Driven Training

Vraid Systems Limited publishes a wide-range of coursework and content which includes high level topical investment advice. These educational workshops can be purchased and utilized entirely online by Clients and their guests.

Client Account Management

Prior to engaging Vraid Systems Limited to provide investment advisory services, each Client is required to enter into one or more agreements with the Advisor that define the terms, conditions, authority and responsibilities of the Advisor and the Client.

Client objectives will be recorded in the Client’s Investment Policy Statement; this document captures: investment objectives, risk tolerance, time horizons, and investment guidelines. This information, together with any other information relating to the Client’s overall financial

circumstances, will be used by the Advisor to determine the most appropriate asset allocation and investment strategy to best meet the Client's financial goals. There may be times when certain restrictions are placed by a Client which prevent the Advisor from accepting or continuing to service the Client's account. Vraid Systems Limited reserves the right to not accept and/or terminate a Client's account if it feels that the Client imposed restrictions would limit or prevent it from meeting and/or maintaining its objectives.

Wrap Fee Programs

Vraid Systems Limited does not manage nor place Client assets into a wrap fee program. Investment management services are provided directly.

Assets Under Management

Vraid Systems Limited is not in the business of maintaining discretionary control over Client assets. The Advisor only provides paid information services for Clients to act on of their own free will.

Item 5: Fees and Compensation

Fees for Advisory Services

Fees for consulting services are priced at a combined flat rate and hourly rate. Prior to commencing work, Client will pay 50% of agreed on total project cost via credit card, check, or wire. At project delivery, Client will pay the remaining balance and any agreed upon overages.

Fees for self-driven courses are priced per course and are available on the course sign up page. Payment is done through a credit card at time of registration.

Other Fees and Expenses

Clients should be aware that they will be responsible for all fees imposed for trading in their own accounts; which can include but not be limited to brokerage commissions, transaction costs, custodian fees, transfer fees, and/or taxes or penalties levied by governmental authorities. All fees paid to Vraid Systems Limited for its services are separate and distinct from the fees and expenses outlined above.

Termination of Services

Clients who pay fees quarterly in advance will receive a refund for unearned fees upon termination. Either the Client or Vraid Systems Limited may terminate the Advisor's services without penalty at any time. The Advisor determines the amount to be refunded to the Client, if

any, by subtracting its fees earned as of the time of termination from any amounts collected in advance as of the time of termination.

Item 6: Performance-Based Fees and Side-By-Side Management

Vraid Systems Limited does not charge performance-based fees for its investment advisory services. The fees charged by The Advisor are as described in Item 5 above and are not based upon the capital appreciation of the funds or securities held by any Client.

The Advisor does not manage any proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend any particular investment options to its Clients.

Item 7: Types of Clients

Vraid Systems Limited provides advisory services primarily to individuals and high net worth individuals, as well as to families, trusts, estates, and other business entities.

Item 8: Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis

Vraid Systems Limited analyzes factors such as commodity prices, interest rates, and monetary supply to help forecast the future economic environment. This guides the Advisor's asset allocation recommendations for specific investment portfolios. Climactic and geopolitical factors are considered in those areas that impact the overall economic environment. Clients should be aware that investing in securities always involves risk of loss.

Investment Strategies

The universal strategy to implement any long term strategy is through asset allocation. Based on the Advisor's market forecast and client desires such as rate of return, risk, tax management, and time horizon certain assets will be recommended.

Risk of Loss

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. Vraid Systems Limited will assist Clients in determining an appropriate strategy based on their tolerance for risk and other

factors noted above. However, there is no guarantee that a Client will meet their investment goals.

Some risks a Client should be aware of include, but are not limited to:

- **Currency Risk:** Also called exchange rate risk. The Client's base currency is subject to fluctuations in the value against the currency of the investment's originating country.
- **Inflation Risk:** Purchasing power decreases over time at the rate of inflation.
- **Interest-Rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of a stock, bond, mutual fund or other security may drop in reaction to events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances.
- **Liquidity Risk:** The inability to readily convert an investment into cash. The more standardized an asset is, the larger a market to convert the asset into cash.

Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with the Advisor.

Item 9: Disciplinary Information

There are no legal, regulatory, or disciplinary events involving Vraid Systems Limited or its owner. The Advisor encourages Clients to perform the requisite due diligence on any advisor or service provider that the Client engages. The backgrounds of the Advisory and its Advisory Persons are available on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with the Advisor's firm name or CRD# 323178.

Item 10: Other Financial Industry Activities and Affiliations

Vraid Systems Limited, nor any member of its management is registered as a securities broker-dealer, or a futures commission merchant, commodity pool operator, or commodity trading advisor.

The Advisor does not have any affiliation with any related person who is a broker-dealer, investment company, other investment advisor, financial planning firm, commodity pool operator, commodity trading adviser or futures commission merchant, banking or thrift institution, accounting firm, law firm, insurance company or agency, pension consultant, real estate broker or dealer, or an entity that creates or packages limited partnerships.

Vraid Systems Limited does not receive compensation directly or indirectly from other advisers that creates a material conflict of interest, nor does it have other business relationships with advisers that would create a material conflict of interest.

Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Code of Ethics

All persons associated with Vraid Systems Limited must:

1. Act with honesty, integrity, competence, and diligence.
2. Act in the Client's best interests.
3. Operate in a manner an ordinarily reasonable and prudent person would under the same or similar circumstances.
4. Avoid or disclose and manage conflicts of interest.
5. Maintain confidentiality and protect the privacy of the Client.

Participation or Interest in Client Transactions

Vraid Systems Limited does not conduct any principal transactions or agency cross transactions on behalf of Client accounts. Principal transactions occur when an advisor buys securities from or sells securities to an advisory client. Agency cross transactions occur when an advisor acts as broker for both the advisory client and for another person on the other side of the transaction.

Personal Trading

Vraid Systems Limited and its associates are allowed to buy and sell the same securities which may be recommended to Clients, such trades are aggregated with Client orders or traded afterwards.

The Advisor will never transact in any security to the detriment of any Client.

Item 12: Brokerage Practices

Vraid Systems Limited does not have discretionary authority to select the broker-dealer/custodian for custody and execution services. The Client will engage the broker-dealer/custodian to safeguard Client assets.

Vraid Systems Limited will generally recommend that Clients establish their account at Charles Schwab & Co, Fidelity Brokerage Services, or Interactive Brokers depending on the Client's goals. Vraid Systems Limited maintains no formal relationship with any of these recommended Custodians.

Item 13: Review of Accounts

While Vraid Systems Limited maintains no assets under discretionary management or authority over Client accounts, securities known to be held by clients will be monitored on a regular and continuous basis if the Client engages Vraid Systems Limited in such a capacity. Formal reviews are generally conducted at least annually or more frequently depending on the needs of the Client.

Item 14: Client Referrals And Other Compensation

Vraid Systems Limited does not have any economic relationships with any data, infrastructure, or software vendors which provide direct or indirect compensation for preferential treatment.

Vraid Systems Limited does not engage paid solicitors for Client referrals.

Item 15: Custody

Vraid Systems Limited does not accept or maintain custody of any Client accounts. All Clients must place their assets with a “qualified custodian”. Clients are required to engage the Custodian to retain their funds and securities. Clients should review statements provided by the Custodian and compare to any reports provided by Vraid Systems Limited to ensure accuracy, as the Custodian does not perform this review. For more information about custodians and brokerage practices, see [Item 12: Brokerage Practices](#).

Item 16: Investment Discretion

Vraid Systems Limited does not accept discretion authority for any Client account. The Advisor will assist in answering questions relating to trading, however, the Client retains the sole responsibility for executing trades.

Item 17: Voting Client Securities

Vraid Systems Limited does not accept proxy-voting responsibility for any Client. Clients will receive proxy statements directly from the Custodian. The Advisor will assist in answering questions relating to proxies, however, the Client retains the sole responsibility for proxy decisions and voting.

Item 18: Financial Information

Neither Vraid Systems Limited, nor its management, have any adverse financial situations that would reasonably impair the ability to meet all obligations to its Clients. Neither Vraid Systems Limited, nor any of its Advisory Persons, have been subject to a bankruptcy or financial compromise. Vraid Systems Limited is not required to deliver a balance sheet along with this Disclosure Brochure as the Advisor does not collect advance fees of \$1,200 or more for services to be performed six months or more in the future.